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**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:) Chapter 11
)
CIRCUIT CITY STORES, INC.,) Case No. 08-35653-KRH
et al.,)
)
) Jointly Administered
Debtors.)
)
_____)

**NOTICE OF MOTION AND NOTICE OF HEARING ON (I) DEBTORS'
MOTION FOR ORDER UNDER BANKRUPTCY CODE SECTIONS 105, 363(b)
AND 503(c)(3) APPROVING A LIQUIDATION RETENTION PLAN
AND AUTHORIZING PAYMENT OF LIQUIDATION RETENTION PAY;
(II) MOTION TO SHORTEN AND LIMIT NOTICE; (III) MOTION
TO SEAL EXHIBIT; AND (IV) MOTION TO EXPEDITE HEARING**

PLEASE TAKE NOTICE that on January 29, 2010, the
above-captioned debtors and debtors-in-possession (the
"Debtors") filed the following:

Debtors' Motion for Order Under Bankruptcy Code
Sections 105, 363(b) and 503(c)(3) Approving a
Liquidation Retention Plan and Authorizing Payment of

Liquidation Retention Pay (the "Liquidation Retention Plan Motion");

Debtors' Motion to Shorten and Limit Notice of the Liquidation and Retention Plan Motion;

Motion to Seal Exhibit to the Liquidation and Retention Plan Motion; and

Motion to Expedite Hearing in connection with the foregoing (collectively, the "Motions").

Your rights may be affected. You should read these papers carefully and discuss them with your attorney, if you have one in these bankruptcy cases. (If you do not have an attorney, you may wish to consult one.) Under Local Bankruptcy Rule 9013-1, unless a written response to the Motions is filed with the Clerk of the Court and served on the moving party, the trustee and those parties as required by the Supplemental Order Pursuant to Bankruptcy Code Sections 102 and 105, Bankruptcy Rules 2002 and 9007, and Local Bankruptcy Rules 2002-1 and 9013-1 Establishing Certain Notice, Case Management and Administrative Procedures (entered on December 30, 2009 at Docket No. 6208) (the "Case Management Order") no later than three (3) calendar days before the requested expedited hearing date, the Court may deem any opposition waived, treat the Motions as conceded, and issue an order granting the requested relief without further notice or hearing. If you do not want the Court to approve the Motions, or if you want the Court to consider your views on the Motions, then you or your attorney must:

- [X] File with the Court, either electronically or at the address shown below, a written response pursuant to Local Bankruptcy Rule 9013-1(H). If you mail your response to the Court for filing, you must mail it early enough so the Court will **receive it on or before February 8, 2010 at 4:00 p.m.**

Clerk of Court
United States Bankruptcy Court
701 East Broad Street, Suite 4000
Richmond, Virginia 23219

- [X] Pursuant to the Case Management Order, you must also serve a copy of any written response and request for hearing by the foregoing date via electronic mail on the following: (i) the Core Group, which includes the Debtors, co-counsel to the Debtors, the Office of the United States Trustee, co-counsel for any committee, counsel to the agents for the Debtors' prepetition lenders, and counsel to the agents for the Debtors' postpetition lenders; (ii) the 2002 List; and (iii) those additional parties as required by the Case Management Order (all of which are defined in the Case Management Order), which can be found at www.kccllc.net/circuitcity.
- [X] Attend a hearing before the Honorable Kevin Huennekens, United States Bankruptcy Judge, at 11:00 a.m. (Eastern Time) on February 11, 2010 at the United States Bankruptcy Court, Room 5000, 701 East Broad Street, Richmond, Virginia 23219. If you or your attorney do not attend the hearing, the Court may grant the relief requested in the Motions.

If you or your attorney do not take these steps, the Court may decide that you do not oppose the relief sought in the Motions and may enter an order granting the relief requested.

Dated: January 29, 2010 SKADDEN, ARPS, SLATE, MEAGHER &
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